

United States Bankruptcy Court Eastern District of California		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>SK Foods, L.P., a California limited partnership</b>		Name of Joint Debtor (Spouse) (Last, First, Middle): <b>Not Applicable</b>
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>Not Applicable</b>		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): <b>77-0327559</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): <b>1175 19<sup>th</sup> Avenue Lemoore, California</b> <div style="text-align: right;">ZIP CODE <b>93245</b></div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: <b>Kings County</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>21 Lower Ragsdale Monterey, California</b> <div style="text-align: right;">ZIP CODE <b>93940</b></div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>
Location of Principal Assets of Business Debtor (if different from street address above): <b>1175 19<sup>th</sup> Avenue, Lemoore, California</b> <div style="text-align: right;">ZIP CODE <b>93245</b></div>		
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form</i> <input type="checkbox"/> Corporation (includes LLC and LLP) <input checked="" type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Grower and processor based business  <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer, debts defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts
<b>Filing Fee</b> (Check one box.)  <input checked="" type="checkbox"/> Full Filing Fee attached.  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.  <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		<b>THIS SPACE IS FOR COURT USE ONLY</b>
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input checked="" type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$10,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$10,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion		

2009-29162

FILED

May 07, 2009

8:45 PM

RELIEF ORDERED

CLERK, U.S. BANKRUPTCY COURT  
EASTERN DISTRICT OF CALIFORNIA

0001819333

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):  SK Foods, L.P., a California limited partnership	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: None	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: See Attached	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</b>  (To be completed if debtor is an individual whose debts are primarily consumer debts.)  I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). <b>X Not Applicable</b> Signature of Attorney for Debtor(s) _____ (Date) _____	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

**Voluntary Petition***(This page must be completed and filed in every case.)*

Name of Debtor(s):

SK Foods, L.P., a California limited partnership

**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X Not Applicable

Signature of Debtor

X Not Applicable

Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X Not Applicable

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

**Signature of Attorney\***

X /s/ Richard A. Lapping

Signature of Attorney for Debtor(s)

Richard A. Lapping

Printed Name of Attorney for Debtor(s)

Winston & Strawn LLP

Firm Name

Address

101 California Street, Suite 3900

San Francisco, CA 94111

(415) 591-1000

Telephone Number

May 7, 2009

Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Scott Salyer

Signature of Authorized Individual

Scott Salyer

Printed Name of Authorized Individual

Authorized Agent

Title of Authorized Individual

April 28, 2009

Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Not Applicable

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X Not Applicable

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*

SK FOODS, L.P.

PENDING BANKRUPTCY CASES FILED BY ANY SPOUSE, PARTNER OR AFFILIATE

<u>Name of Debtor:</u>	<u>Case Number:</u>	<u>Date Filed:</u>
SK Foods, L.P.	09-28956	05/05/2009
<u>District:</u>	<u>Relationship:</u>	<u>Judge:</u>
United States Bankruptcy Court, Eastern District of California (Sacramento)	Involuntary Chapter 11 filing against Debtor	Honorable Robert S. Bardwil

<u>Name of Debtor:</u>	<u>Case Number:</u>	<u>Date Filed:</u>
RHM Industrial/Specialty Foods, Inc.	09-28955	05/05/2009
<u>District:</u>	<u>Relationship:</u>	<u>Judge:</u>
United States Bankruptcy Court, Eastern District of California (Sacramento)	Involuntary Chapter 11 filing against Debtor Affiliate	Honorable Robert S. Bardwil

**WRITTEN CONSENT OF  
THE GENERAL PARTNER**

**OF  
SK FOODS, LP.**

**April 28, 2009**

Pursuant to Section 15901.15 of the Uniform Limited Partnership Act of 2008 and the applicable section of the Limited Partnership Agreement of SK Foods, LP. a California limited partnership (the "Partnership"), the undersigned general partner (the "GP"), hereby makes the following ratifications and adopt the following resolutions:

**Voluntary Petition for Relief Under Bankruptcy Code Chapter 11**

**RESOLVED**, that in the judgment of the GP it is in the best interests of the Partnership and its creditors that a voluntary petition by and in the name of the Partnership seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") be filed in the United States Bankruptcy Court for the Eastern District of California, Sacramento Division (the "Bankruptcy Court") on or after May 6, 2009.

**Appointment of Bankruptcy Counsel**

**RESOLVED**, that the law firm of Winston & Strawn LLP, 101 California Street, San Francisco, California 94111, be, and hereby is, employed as reorganization counsel for the Partnership in connection with the administration of the Partnership's case under Chapter 11 of the Bankruptcy Code.

**Irrevocability of This Consent**

**RESOLVED**, that this Written Consent dated April 28, 2009 and the actions contemplated herein are hereby irrevocable without the prior written consent of the Bank of Montreal as agent under the Amended and Restated Credit Agreement Dated as of September 28, 2007.


**General Authority**

**RESOLVED**, that any, and all actions, whether previously or subsequently taken by the GP of the Company which are consistent with the intent and purposes of the foregoing resolutions, shall be and the same hereby are, in all respects, ratified, approved and confirmed.

**RESOLVED FURTHER**, that the officers of the GP and such persons appointed to act on their behalf pursuant to the foregoing resolutions are hereby authorized and directed in the name of the GP and on its behalf, to execute any additional certificates, agreements, instruments or documents, or any amendments or supplements thereto, or to do or to cause to be done any and all other acts as they deem necessary, appropriate or in furtherance of the purposes of each of the foregoing resolutions and transactions contemplated therein.

This unanimous written consent shall be filed with the minutes of the proceedings of the GP.

SK PM CORP., a California corporation

By:   
Scott Salyer, President

## United States Bankruptcy Court

EASTERN District Of CALIFORNIA

SK FOODS, L.P., a California limited  
In re partnership,

Debtor

Case No.

Chapter 11

## LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, govern- ment contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
Barilla America, Inc.	Barilla America, Inc. c/o Michael J. Freed Freed Kanner London & Millen 2201 Waukegan Rd., Suite 130 Bannockburn, IL 60015 (224) 632-4500 (P) (224) 632-4521 (F)	Trade Vendor	Disputed	1,563,000.00
Owens-Illinois	Owens-Illinois File No. 74376 P.O. Box 60000 San Francisco, CA 94160 (567) 336-5000 (P) (419) 247-7107 (F)	Trade Vendor		656,175.69
Gordon & Rees LLP	Gordon & Rees LLP 275 Battery St, 20th Floor San Francisco, CA 94111 (415) 986-5900 (P) (415) 986-8054 (F)	Professional Services	Disputed	591,039.72

Boos & Associates	Boos & Associates 5260 N Palm Ave, Ste 120 Garden Financial Center Fresno, CA 93704 (760) 262-7100 (P) (559) 449-1934 (F)	Professional Services	Disputed	503,060.49
Campbell's Soup Company	Campbell Soup Company Jeannette Dutton 1 Campbell Place Camden, NJ 08103 Phone: 856 342-8565	Trade Vendor		499,830.06
International Wood Industries Inc.	International Wood Industries Inc c/o Mark J. Rice McNeil, Silveira, Rice & Wiley 55 Professional Center Parkway, Suite A San Rafael, CA 94903 (415) 472-3434 (P) (415) 472-1298 (F)	Trade Vendor	Disputed	475,282.45
Ball Packaging Corp.	Ball Packaging Corp P.O. Box 100521 Pasadena, CA 91189 (303) 469-3131 (P) (303) 460-2127 (F)	Trade Vendor		467,719.00
Inter Food Italia SRI	Inter Food Italia SRI Via Stradone Farnese, 12 P.O. Box 107 - 29100 Piacenza, Italy +39 0523 330066 (P) +39 0523 306007 (F)	Broker's Commission		345,775.01
F&M Chile Co.	F&M Chile Co. 107 Demmer Drive Placentia, CA 92870 (714) 670-6531 (P) (714) 670-6536 (F)	Trade Vendor		305,123.75
California Freight Sales	California Freight Sales P.O. Box 365 Ripon, CA 95366 (209) 599-5418 (P) (209) 599-5017 (F)	Trade Vendor		188,473.60
Paul, Hastings, Janofsky & Walker	Paul, Hastings, Janofsky & Walker LLP 875 15th Street, N.W. Washington, DC 20005 (202) 551-1700 (P) (202) 551-1705 (F)	Professional Services	Disputed	182,302.81
Bellisio Foods	Bellisio Foods Tom Narigon VP Purchasing 1201 Harmon Place Suite 302 Minneapolis, MN 55403 (218) 723-5430 (p) ( 218) 723-5431 (f)	Trade Vendor		176,290.00



Silgan Closures LLC	Silgan Closures LLC 13074 Collection Ctr Dr Chicago, IL 60693 (800) 515-1565 (P) (630) 515-5326 (F)	Trade Vendor		168,924.48
Temple Inland	Temple-Inland Dept LA 21499 Pasadena, CA 91185-1499 (512) 434-5800 (P) (512) 434-8180 (F)	Trade Vendor		167,969.99
General Mills	General Mills Laura Holland Number One General Mills Boulevard WO4-B Minneapolis, MN 55426 Phone: 763 293-2117 Fax:	Trade Vendor	Setoff	166,476.00
Central Supply Co.	Central Supply CO P.O. Box 1085 Fresno, CA 93714 (800) 577-5794 (P) (559) 268-4764 (F)	Trade Vendor	Disputed	163,145.00
CFT Food Technology	CFT Food Technology Rossi & Catelli Via Traversetolo 2/A43100 Parma Italy 39-0521-277111 (P) 39-0521-798404 (F)	Trade Vendor		152,496.20
Used Pallet Company	Used Pallet Company 4115 S Orange Avenue Fresno, CA 93725 (559) 264-6664 (P) (559) 264-2911 (F)	Trade Vendor		146,026.49
CSXT N/A 120336	CSXT N/A 120336 1659 Solutions Center Chicago, IL 60677 (904) 359-3200 (P) (904) 633-3450 (F)	Trade Vendor	Disputed	140,314.00
Brown & Caldwell	Brown & Caldwell P.O. Box 45208 San Francisco, CA 94145 (925) 937-9010 (P) (925) 937-9026 (F)	Trade Vendor		137,722.41

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, govern- ment contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidaated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, Lisa Crist, Executive Vice President of Administration of SK Foods, L.P., a California limited partnership, named as debtor in this case, declare under penalty of perjury pursuant to the laws of the State of California and the United States of America that I have read the List of Creditors Holding the 20 Largest Unsecured Claims and that it is true and correct as of May 7, 2009, to the best of my knowledge, information and belief.

SK FOODS, L.P.,  
a California limited partnership

By   
Lisa Crist